

8852-K
RECORDATION NO. 8852-K

JAN 16 1990 -11 AM

0-016A032

INTERSTATE COMMERCE COMMISSION

LAW OFFICES

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

ALVORD AND ALVORD

200 WORLD CENTER BUILDING

918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

(202) 393-2266

ROBERT W. ALVORD*
CHARLES T. KAPPLER
JOHN H. DOYLE
RICHARD N. BAGENSTOS
JAMES C. MARTIN, JR.

*ALSO ADMITTED IN NEW YORK
*ALSO ADMITTED IN MARYLAND
RECORDATION NO. 8852-K

OF COUNSEL
URBAN A. LESTER

CABLE ADDRESS
"ALVORD"

TELEX
440367 A AND A

TELEFAX
(202) 393-2156

JAN 16 1990 -11 AM

January 12, 1990

8852-M
RECORDATION NO. 8852-M

INTERSTATE COMMERCE COMMISSION

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

JAN 16 1990 -11 AM
INTERSTATE COMMERCE COMMISSION

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four (4) original copies of the following documents, each of which is a secondary document, as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177;

1. Acknowledgement and Release dated November 29, 1989 executed by the Ite1 Rail Corporation, 55 Francisco Street, San Francisco, CA 94133, in favor of BA Leasing & Capital Corporation ("BA Leasing"), Two Embarcadero Center, San Francisco, CA 94111.
2. Acknowledgment and Release dated November 29, 1989 executed by First Security State Bank, as Owner-Trustee, 381 East Broadway, Salt Lake City, UT 84111, in favor of BA Leasing; and
3. Acknowledgment and Release dated November 29, 1989 executed by First Security Bank of Utah, National Association, as Trustee, 79 South Main Street, Salt Lake City, Utah 84125 in favor of BA Leasing.

The foregoing secondary documents relate to an Assignment and Assumption Agreement dated as of November 29, 1989, between BA Leasing & Capital Corporation and Ite1 Rail Corporation, covering two hundred thirty-two (232) boxcars, which was filed and recorded on December 21, 1989 under Recordation Number 8852-J.

Enclosed is a check in the amount of \$45 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

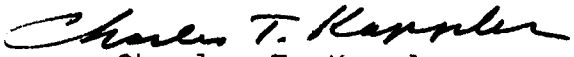
Kindly return stamped copies of the enclosed documents not needed for your files to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Suite 200, Washington, D.C. 20006.

Counterparts - cc. Kappler

A short summary of the enclosed secondary documents to appear in the Commission's Index is:

Three (3) Acknowledgment and Releases each dated November 29, 1989 in favor of BA Leasing & Capital Corporation, executed by IteI Rail Corporation, First Security State Bank, as Owner Trustee and First Security Bank of Utah, National Association, as Trustee.

Very truly yours,


Charles T. Kappler

CTK/skh
Enclosures

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ACKNOWLEDGMENT AND RELEASE

INTERSTATE COMMERCE COMMISSION

Date: November 29, 1989

TO: BA LEASING & CAPITAL CORPORATION ("Assignor")

The undersigned Trustee acknowledges receipt of an executed copy of the Assignment Agreement between Assignor and IteL Rail Corporation, as Assignee, dated November 29, 1989, a copy of which is attached hereto (the "Assignment"; defined terms therein being used herein as so defined) relating to the assignment by Assignor to Assignee of Assignee's Interest referenced therein. The Assignment relates, among other things to the Equipment Trust Agreement dated as of May 15, 1977, 1977 Series 3, as amended, which was filed with the Interstate Commerce Commission on June 10, 1977 and given Recordation Number 8852-A.

The undersigned confirms that it has no objection to such transfer of Assignee's Interest and that Assignor shall without further act be released from all of its obligations to the undersigned Owner-Trustee under or with respect to the transactions contemplated by the Acquisition Documents, to the extent such obligations accrue under or arise with respect to the Acquisition Documents on and after the date hereof (the "Released Obligations").

The undersigned acknowledges and agrees that Assignor shall have no further obligations or liabilities under the Acquisition Documents with respect to the Released Obligations and the undersigned shall look solely to Assignee for the performance thereof.

IN WITNESS WHEREOF, the undersigned has caused this Acknowledgment and Release to be duly executed by its respective officers thereunto duly authorized on the day and year first above written.

FIRST SECURITY BANK OF UTAH,
NATIONAL ASSOCIATION, as Trustee

By:

H. Clayton

Title:

ASSISTANT VICE PRESIDENT

STATE OF UTAH)
) ss.
COUNTY OF *Salt Lake*)

On this 29 day of November, 1989, before me personally appeared JANTA LISA CLAYTON, to me personally known, who being by me duly sworn says that she is ASSISTANT VICE PRESIDENT of **First Security Bank of Utah, National Association**, that the foregoing **Acknowledgment and Release** was signed on behalf of said corporation by the authority of its board of directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Edith W. Ogilvie

